

# EXHIBIT A



UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)

**PORZIO, BROMBERG & NEWMAN, P.C.**

100 Southgate Parkway

P.O. Box 1997

Morristown, New Jersey 07962

(973) 538-4006

(973) 538-5146 (fax)

Warren J. Martin (WM-0487)

Brett S. Moore (BM-0014)

Mark J. Politan, Esq. (MP-5989)

*Proposed Local Counsel for the Official  
Committee of Unsecured Creditors 155 Route  
10 Associates, Inc., et al*

In re:

155 Route 10 Associates, Inc., et al.,<sup>1</sup>

Debtors.

Case No. 12-24414 (NLW)

(Jointly Administered)

Honorable Novalyn L. Winfield, U.S.B.J.

Chapter 11

Recommended Local Form:

☐

Followed

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Modified

**ORDER FOR RETENTION OF PORZIO, BROMBERG & NEWMAN, P.C.  
AS LOCAL COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS PURSUANT TO 11 U.S.C. §§ 328 AND 1103  
AND FED. R. BANKR. P. 2014(a) NUNC PRO TUNC TO JUNE 13, 2012**

The relief set forth on the following page numbered two (2) is hereby **ORDERED**.

**DATED: 07/18/2012**

  
Honorable Novalyn L. Winfield  
United States Bankruptcy Judge

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtors' federal tax identification number, are: 155 Route 10 Associates, Inc. (7269), SDA, Inc. (7289) and Wayne Philadelphia Associates, Inc. (7249).

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Debtor: 155 ROUTE 10 ASSOCIATES, INC., et al.

Case No.: 12-24414 (NLW)

Caption of Order: ORDER FOR RETENTION OF PORZIO, BROMBERG & NEWMAN, P.C. AS LOCAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS PURSUANT TO 11 U.S.C. §§ 328 AND 1103 AND FED. R. BANKR. P. 2014(a) *NUNC PRO TUNC* TO JUNE 13, 2012

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Upon consideration of the application (the "Application") for entry of an order pursuant to sections 328 and 1103 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") authorizing the retention and employment of Porzio, Bromberg & Newman, P.C. ("Porzio") as local counsel to the Official Committee of Unsecured Creditors (the "Committee"), and upon consideration of the Certification of Mark J. Politan in support of the Application; and the Court being satisfied that Porzio represents no interest adverse to the Debtors or their estates in the matter with respect to which Porzio is to be employed and is a "disinterested person" within the meaning of 11 U.S.C. § 101(14); and objections to the Application, if any, having been withdrawn or overruled; and good and sufficient notice having been provided; and sufficient cause appearing therefor;

IT IS HEREBY ORDERED that:

1. Pursuant to sections 328 and 1103 of the Bankruptcy Code, the Committee is authorized to employ and to retain Porzio, effective *nunc pro tunc* to June 13, 2012, to serve as local counsel to the Committee in the above-captioned case, and Porzio's retention is hereby approved.

2. Porzio shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the applicable Federal Rules of Bankruptcy Procedure, the rules of this Court, and such other procedures as may be fixed by order of this Court.

3. A copy of this Order shall be served on all parties in interest within seven (7) days hereof.

Form order – ntcorder

**UNITED STATES BANKRUPTCY COURT**

District of New Jersey  
MLK Jr Federal Building  
50 Walnut Street  
Newark, NJ 07102

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Case No.: 12-24414-NLW  
Chapter: 11  
Judge: Novalyn L. Winfield

In Re: Debtor(s) (name(s) used by the debtor(s) in the last 8 years, including married, maiden, trade, and address):  
155 Route 10 Associates, Inc.  
7C Brick Plant Road  
South River, NJ 07936

Social Security No.:

Employer's Tax I.D. No.:  
22-3817269

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**NOTICE OF JUDGMENT OR ORDER**  
**Pursuant to Fed. R. Bankr. P. 9022**

Please be advised that on July 18, 2012, the court entered the following judgment or order on the court's docket in the above-captioned case:

Document Number: 241 – 177  
Order for Retention of Porzio, Bromberg & Newman, P.C. as Local Counsel to the Official Committee of Unsecured Creditors Pursuant to 11 U.S.C. Sections 328 and 1103 and Fed. R. Bankr. P. 2014(a) Nunc Pro Tunc to June 13, 2012 (Related Doc # 177). The following parties were served: Debtor, Debtor's Attorney, Trustee, US Trustee and Local Counsel to Committee of Unsecured Creditors. Signed on 7/18/2012. (axg)

Parties may review the order by accessing it through PACER or the court's electronic case filing system (CM/ECF). Public terminals for viewing are also available at the courthouse in each vicinage.

Dated: July 18, 2012  
JJW: axg

James J. Waldron  
Clerk

# EXHIBIT B



|                                                                                                                                                                                                                                                                                                                                                 |                         |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| UNITED STATES BANKRUPTCY COURT<br>DISTRICT OF NEW JERSEY                                                                                                                                                                                                                                                                                        |                         |
| <b>Caption in Compliance with D.N.J. LBR 9004-2(c)</b>                                                                                                                                                                                                                                                                                          |                         |
| <b>LOWENSTEIN SANDLER PC</b><br>Kenneth A. Rosen, Esq. (KR 4963)<br>John K. Sherwood, Esq. (JS 2453)<br>Eric H. Horn, Esq. (EH 2020)<br>Wojciech F. Jung, Esq. (WJ 2047)<br>65 Livingston Avenue<br>Roseland, New Jersey 07068<br>Tel: (973) 597-2500<br>Fax: (973) 597-2400<br><br><i>Counsel to the Debtors and<br/>Debtors-in-Possession</i> |                         |
| In re:                                                                                                                                                                                                                                                                                                                                          | Chapter 11              |
| 155 Route 10 Associates, Inc., <i>et al.</i> , <sup>1</sup>                                                                                                                                                                                                                                                                                     | Case No. 12-24414 (NLW) |
| Debtors.                                                                                                                                                                                                                                                                                                                                        | (Jointly Administered)  |

**ADMINISTRATIVE ORDER ESTABLISHING PROCEDURES FOR  
INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES  
OF PROFESSIONALS PURSUANT TO 11 U.S.C. §§ 105(a) AND 331**

The relief set forth on the following pages, numbered two (2) through six  
(6) is hereby **ORDERED**.

**DATED: 08/20/2012**

  
Honorable Novalyn L. Winfield  
United States Bankruptcy Judge

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: 155 Route 10 Associates, Inc. (7269), SDA, Inc. (7289) and Wayne Philadelphia Associates, Inc. (7249).

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Debtors: 155 Route 10 Associates, Inc., *et al.*

Case No: 12-24414 (NLW)

Caption: Administrative Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals Pursuant To 11 U.S.C. §§ 105(a) And 331

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**THIS MATTER** having been opened by the above captioned debtors and debtors in possession (the “**Debtors**”) upon the motion (the “**Motion**”)<sup>2</sup> for the entry of an order pursuant to sections 105(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), D.N.J. LBR 2016-1(h), and the General Order Adopting Guidelines Governing Procedures for Payment of Interim Compensation and Reimbursement of Expenses to Professionals Pursuant to 11 U.S.C. §§ 105(a) and 331 (the “**General Order**”), for the entry of an administrative order establishing procedures for allowance of interim compensation and reimbursement of expenses of professionals retained by Order of the Court; and the Court finding that (a) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) the relief requested in the Motion is in the best interests of the Debtors, their estates, and their creditors; (d) adequate notice of the Motion and the hearing thereon has been given and that no other or further notice is necessary; and (e) upon the record herein, after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein, it is hereby

**ORDERED** that:

1. The Motion is GRANTED to the extent provided herein.
2. Except as may otherwise be provided in Court orders authorizing the retention of specific Professionals, all Professionals retained in this case may seek monthly compensation in accordance with the following procedures (the “**Compensation Procedures**”):

(a) Submission of Monthly Statements

On or before the twenty-fifth (25th) day of each month following the month for which compensation is sought,

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<sup>2</sup> All capitalized term not otherwise defined herein shall have the meaning ascribed to them in the Motion.

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Debtors: 155 Route 10 Associates, Inc., *et al.*

Case No: 12-24414 (NLW)

Caption: Administrative Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals Pursuant To 11 U.S.C. §§ 105(a) And 331

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each Professional seeking compensation shall file with the Court and serve a monthly fee and expense statement (the “**Monthly Fee Statement**”)<sup>3</sup> by regular mail on: (i) SDA, Inc., (Attention: Joseph Catalano) 7C Brick Plant Road, South River, NJ 07936 (ii) counsel for the Debtors, Lowenstein Sandler PC, 65 Livingston Avenue, Roseland, New Jersey 07068 (Attention: Wojciech F. Jung, Esq. and Eric H. Horn, Esq.); (iii) United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, New Jersey 07102 (Attention: Donald F. MacMaster, Esq.); (iv) counsel for the Committee, Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 36th Floor New York, NY 10017-2024 (Attention: Ilan D. Scharf, Esq.); (v) counsel to the ABS Creditor Trust, Kane Russell Coleman & Logan PC (Attention Joseph M. Coleman, Esq.), 3700 Thanksgiving Tower, 1601 Elm Street, Dallas, Texas 75201; (vi) all parties filing an entry of appearance and request for notices pursuant to Fed. R. Bankr. P. 2002; and (vii) any other parties the court may so designate (collectively, the “**Notice Parties**”).

(b) Content of Monthly Statement

Each Monthly Fee Statement shall comply with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure (the “**Federal Rules**”) and the Local Rules for the United States Bankruptcy Court for the District of New Jersey (the “**Local Rules**”) with the exception that provisions of D.N.J. LBR 2016-1(b)(9) and (b)(10) are not required. Unless otherwise stated in applicant’s retention order, all timekeepers must maintain contemporaneous time entries for each individual listed in the Monthly Fee Statement in increments of tenths (1/10th) of an hour.

(c) Review Period

Each Notice party receiving a Monthly Fee Statement shall have twenty one (21) days after service of the Monthly Fee Statement to review it (the “**Objection Deadline**”).

(d) Payment

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<sup>3</sup> The First Monthly Fee Statement may include a request for fees earned and expenses incurred from the Professionals’ applicable retention date through July 31, 2012.



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Debtors: 155 Route 10 Associates, Inc., *et al.*

Case No: 12-24414 (NLW)

Caption: Administrative Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals Pursuant To 11 U.S.C. §§ 105(a) And 331

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Upon the expiration of the Objection Deadline, each Professional may file and serve upon the Notice Parties a certificate of no objection or a certificate of partial objection, whichever is applicable, after which the Debtors are authorized to pay each Professional an amount (the “**Actual Interim Payment**”) equal to the lesser of (i) eighty percent (80%) of the fees and 100 percent (100%) of the expenses requested in the Monthly Fee Statement or (ii) eighty percent (80%) of the fees and 100 percent (100%) of the expenses not subject to any objection.

(e) Objections

If any party objects to a Monthly Fee Statement, it must file a written objection (the “**Notice of Objection to Monthly Fee Statement**”) and serve it upon the Professional and each of the Notice Parties including, but not limited to, the Debtors so that the Notice of Objection to Monthly Fee Statement is received on or before the Objection Deadline.

The Notice of Objection to Monthly Fee Statement must set forth the nature of the objection and the amount of fees and/or expenses at issue.

If the Debtors receive an objection to a particular Monthly Fee Statement, the Debtors shall withhold payment of that portion of the Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in percentages set forth below.

If the parties to an objection are able to resolve their respective dispute(s) following the service of a Notice of Objection to Monthly Fee Statement and if the party whose Monthly Fee Statement was objected to serves upon all the Notice Parties a statement indicating that the objection is withdrawn and describing in detail the terms of the resolution, then the Debtors shall promptly pay that portion of the Monthly Fee Statement which is no longer subject to an objection.

If the parties are unable to reach a resolution of the objection within twenty one (21) days after service of the objection, then the affected Professional may either (a) file a response to the objection with the Court together with a request for payment of the difference, if any, between the

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Debtors: 155 Route 10 Associates, Inc., *et al.*

Case No: 12-24414 (NLW)

Caption: Administrative Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals Pursuant To 11 U.S.C. §§ 105(a) And 331

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Actual Interim Payment and the non-objected to portion of the Actual Interim Payment made to the affected Professional (the “Incremental Amount”); or (b) forego payment of the Incremental Amount until the next interim or final fee application or any other date and time so directed by the Court at which time it will consider and dispose of the objection, if so requested.

The service of an objection to a Monthly Fee Statement shall not prejudice the objecting party’s right to object to any fee application made to the Court in accordance with the Bankruptcy Code on any ground whether raised in the objection or not.

Furthermore, the decision by any party not to object to a Monthly Fee Statement shall not be a waiver of any kind or prejudice that party’s right to object to any fee application subsequently made to the Court in accordance with the Bankruptcy Code and applicable rules.

(f) Fee Applications

Parties can file at four (4) month intervals or such other intervals as directed by the Court (“Interim Period”) an interim fee application. Each Professional seeking approval of its interim fee application shall file with the Court and serve upon the Notice Parties an interim application for allowance of compensation and reimbursement of expenses, pursuant to section 331 of the Bankruptcy Code, of the amounts sought in the Monthly Fee Statements issued during such period (the “Interim Fee Application”).

The Interim Fee Application must include a summary of the Monthly Fee Statements that are the subject of the request and any other information requested by the Court and shall comply with the mandates of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedures, the Local Rules for the United States Bankruptcy Court for the District of New Jersey and the applicable Third Circuit law.

An Interim Fee Application must be filed and served within forty-five (45) days of the conclusion of the Interim Period.

Any Professional who fails to file an Interim Fee Application when due will be ineligible to receive further interim payments of fees or expenses under the

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Debtors: 155 Route 10 Associates, Inc., *et al.*

Case No: 12-24414 (NLW)

Caption: Administrative Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals Pursuant To 11 U.S.C. §§ 105(a) And 331

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Administrative Fee Order until such time as the Interim Fee Application is submitted.

The pendency of a fee application or a Court order that payment of compensation or reimbursement of expenses was improper as to a particular Monthly Fee Statement shall not disqualify a Professional from the further payment of compensation or reimbursement of expenses as set forth above, unless otherwise ordered by the Court. Additionally, the pendency of an objection to payment of compensation or reimbursement of expenses will not disqualify a Professional from future payment of compensation or reimbursement of expenses, unless the Court orders otherwise.

Neither the payment of, nor the failure to pay, in whole or in part, monthly compensation and reimbursement as provided herein shall have any effect on this Court's interim or final allowance of compensation and reimbursement of expenses of any Professionals.

Counsel for the Committee may, in accordance with the foregoing procedure for monthly compensation and reimbursement to professionals, collect and submit statements of expenses, with supporting vouchers, from members of the Committee for which it serves as counsel; provided, however, that such Committee counsel ensures that these reimbursement requests comply with the applicable rules and these guidelines.

Each Professional may seek, in its first Interim Period request for compensation and reimbursement of expenses pursuant to these guidelines, compensation for work performed and reimbursement for expenses incurred from the Petition Date (or applicable retention effective date) through and including September 30, 2012.

3. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

# EXHIBIT C

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET**

IN RE: 155 Route 10 Associates, Inc. APPLICANT: Porzio, Bromberg & Newman, P.C.  
CASE NO.: 12-24414 (NLW) CLIENT: Official Committee of  
Unsecured Creditors  
CHAPTER: 11 CASE FILED: June 5, 2012

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER PENALTY OF  
PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746.

RETENTION ORDER(S) ATTACHED

/s/ Warren J. Martin Jr. 8/29/12  
Warren J. Martin Jr. DATE

**SECTION 1 - FEE SUMMARY**

MONTHLY FEE STATEMENT NO. **1 (June/July 2012)**

INTERIM FEE APPLICATION NO. \_\_\_\_\_ OR FINAL FEE APPLICATION \_\_\_\_\_

|                                                      | FEES   | EXPENSES |
|------------------------------------------------------|--------|----------|
| TOTAL PREVIOUS FEES REQUESTED                        | \$0.00 | \$0.00   |
| TOTAL FEE ALLOWED TO DATE                            | \$0.00 | \$0.00   |
| TOTAL RETAINER                                       | \$0.00 | \$0.00   |
| TOTAL COURT HOLDBACK SINCE<br>LAST INTERIM FEE ORDER | \$0.00 | \$0.00   |
| TOTAL RECEIVED BY APPLICANT                          | \$0.00 | \$0.00   |

| NAME OF PROFESSIONAL &<br>TITLE       | YEAR ADMITTED<br>(OR YEARS OF<br>PROF. SERVICE) | HOURS       | RATE  | FEE                |
|---------------------------------------|-------------------------------------------------|-------------|-------|--------------------|
| Warren J. Martin Jr., Principal       | 1986                                            | 1.1         | \$635 | \$698.50           |
| Mark J. Politan, Counsel              | 1999                                            | 6.0         | \$440 | \$2,640.00         |
| Rachel A. Segall, Associate           | 2011                                            | 24.6        | \$285 | \$7,011.00         |
| Mathew D. Laskowski, Senior Paralegal | 1998                                            | 21.2        | \$195 | \$4,134.00         |
| Maria P. Dermatis, Senior Paralegal   | 2006                                            | 3.3         | \$195 | \$643.50           |
| Kathy A. Mulch, Document Clerk        | 2009                                            | 2.1         | \$125 | \$262.50           |
| <b>TOTALS:</b>                        |                                                 | <b>58.3</b> |       | <b>\$15,389.50</b> |

|                                    |             |
|------------------------------------|-------------|
| FEE TOTALS – SECTION 2             | \$15,389.50 |
| DISBURSEMENT TOTALS – SECTION 3    | \$538.71    |
| TOTAL HOLDBACK (20%)               | \$3,077.90  |
| TOTAL FEES AND EXPENSES TO BE PAID | \$12,850.31 |

## SECTION II -SUMMARY OF SERVICES RENDERED

| SERVICES RENDERED                                      | HOURS       | FEE                |
|--------------------------------------------------------|-------------|--------------------|
| a) Asset Analysis and Recovery                         | 0.2         | \$127.00           |
| b) Asset Disposition                                   | 13.7        | \$4,363.00         |
| c) Business Operations                                 | 0.0         | \$0.00             |
| d) Case Administration                                 | 23.5        | \$5,153.00         |
| e) Claims Administration and Objections                | 0.4         | \$114.00           |
| f) Employee Benefits/Pensions                          | 0.0         | \$0.00             |
| g) Fee/Employment Applications                         | 16.0        | \$4,436.00         |
| h) Fee/Employment Objections                           | 0.0         | \$0.00             |
| i) Financing                                           | 1.5         | \$341.50           |
| j) Litigation (other than Avoidance Action Litigation) | 0.0         | \$0.00             |
| k) Avoidance Action Litigation                         | 0.0         | \$0.00             |
| l) Meetings of Creditors                               | 3.0         | \$855.00           |
| m) Plan and Disclosure Statement                       | 0.0         | \$0.00             |
| n) Relief from Stay Proceedings                        | 0.0         | \$0.00             |
| o) Regulatory Compliance                               | 0.0         | \$0.00             |
| p) Travel                                              | 0.0         | \$0.00             |
| q) Accounting/Auditing                                 | 0.0         | \$0.00             |
| r) Business Analysis                                   | 0.0         | \$0.00             |
| s) Corporate Finance and Valuation                     | 0.0         | \$0.00             |
| t) Data Analysis                                       | 0.0         | \$0.00             |
| u) Litigation Consulting                               | 0.0         | \$0.00             |
| v) Reconstruction Accounting                           | 0.0         | \$0.00             |
| w) Tax Issues                                          | 0.0         | \$0.00             |
| x) Other (specify category)                            | 0.0         | \$0.00             |
| <b>SERVICES TOTAL:</b>                                 | <b>58.3</b> | <b>\$15,389.50</b> |

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**SECTION III - SUMMARY OF DISBURSEMENTS**

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| <b>DISBURSEMENTS</b>                                                                              | <b>AMOUNT</b>   |
|---------------------------------------------------------------------------------------------------|-----------------|
| a) Computer Assisted Legal Research                                                               | \$0.00          |
| b) Facsimile (with rates)<br>No. of Pages _____ Rate per Page _____ (Max. \$1.00/pg.)             | \$0.00          |
| c) Long Distance Telephone / Conference Calls                                                     | \$0.00          |
| d) In-House Reproduction<br>No. of Pages <u>1,777</u> Rate per Page <u>\$.20</u> (Max. \$.20/pg.) | \$355.40        |
| e) Outside Reproduction                                                                           | \$0.00          |
| f) Outside Research (Explain)                                                                     | \$0.00          |
| g) Filing/Court Fees                                                                              | \$0.00          |
| h) Court Reporting / Deposition Services                                                          | \$0.00          |
| i) Travel                                                                                         | \$36.21         |
| j) Courier & Express Carriers (e.g. Federal Express)                                              | \$0.00          |
| k) Postage                                                                                        | \$147.10        |
| l) Other (Explain)                                                                                | \$0.00          |
| <b>DISBURSEMENTS TOTAL:</b>                                                                       | <b>\$538.71</b> |

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#### SECTION IV - CASE HISTORY

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(Note: Items 3-6 are not applicable to applications under 11 U.S.C. § 506)

- |                                                                                                                                  |                                                                  |
|----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| (1) DATE CASE FILED:                                                                                                             | <b>June 5, 2012</b>                                              |
| (2) CHAPTER UNDER WHICH CASE WAS COMMENCED:                                                                                      | <b>Chapter 11</b>                                                |
| (3) DATE OF RETENTION:<br>(ANNEX COPY OF ORDER(S))<br>IF LIMIT ON NUMBERS OF HOURS OR OTHER LIMITATIONS TO RETENTION, SET FORTH: | <b>July 18, 2012, effective as of June 13, 2012 (Docket 241)</b> |
| (4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH SUPPLEMENTS AS NEEDED                                               |                                                                  |
|                                                                                                                                  |                                                                  |
| (5) ANTICIPATED DISTRIBUTION TO CREDITORS:                                                                                       | <b>Not applicable at this time.</b>                              |
| (A) ADMINISTRATION EXPENSES:                                                                                                     |                                                                  |
| (B) SECURED CREDITORS:                                                                                                           |                                                                  |
| (C) PRIORITY CREDITORS:                                                                                                          |                                                                  |
| (D) GENERAL UNSECURED CREDITORS:                                                                                                 |                                                                  |
| (6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO CREDITOR (IF APPLICABLE):                                       | <b>Not applicable at this time.</b>                              |



100 SOUTHGATE PARKWAY, PO Box 1997  
MORRISTOWN, NJ 07962-1997  
TEL (973) 538-4006  
FAX (973) 538-5146  
TAX ID: 22-2005150

August 27, 2012

OCUC of 155 Route 10 Associates, Inc., et al.

Invoice # 3123368

Re: *In re 155 Route Associates, Inc., et al.*  
Our Matter # 14917.59479  
Billing Attorney: Warren J. Martin

**STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 07/31/12**

| DATE     | TKPR | DESCRIPTION                                                                                                                                                                                                                           | HOURS | AMOUNT |
|----------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------|
| 06/15/12 | WJM  | Telephone conference with R. Feinstein regarding new matter and strategy/theories of leverage and recovery (.2).                                                                                                                      | 0.2   | 127.00 |
| 06/15/12 | WJM  | Review e-mails and provide guidance to R. Segall regarding pro hac papers, notice of appearance, retention papers, etc. (.2).                                                                                                         | 0.2   | 127.00 |
| 06/15/12 | RAS  | Review notices of appearance, and correspond with lead attorney regarding same. Assist in filing of NOAs.                                                                                                                             | 1.2   | 342.00 |
| 06/15/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                 | 0.1   | 19.50  |
| 06/15/12 | MDL  | Draft combined notice of appearance for the Pachulski and Porzio firms as the proposed counsel to the creditor's committee; turn over to R. Segall for review; finalize; prepare for e-filing; e-file and advise R. Segall of status. | 0.4   | 78.00  |
| 06/15/12 | MDL  | Correspond with W. Martin regarding status and tasks to be completed.                                                                                                                                                                 | 0.1   | 19.50  |
| 06/18/12 | WJM  | Attend to retention and NOA issues via e-mail correspondence with M. Politan and R. Segall.                                                                                                                                           | 0.1   | 63.50  |
| 06/18/12 | MJP  | Address additional conflict checks and retention issues with R. Segall                                                                                                                                                                | 0.3   | 132.00 |
| 06/18/12 | RAS  | Speak with lead counsel regarding retention applications and pro hac applications. Speak with M. Dermatis, R. Schechter and M. Laskowski regarding same.                                                                              | 0.3   | 85.50  |
| 06/18/12 | MDL  | Ensure W. Martin, B. Moore and M. Politan are getting notice of filings through ECF; add R. Segall to notice. Update attorney ECF accounts.                                                                                           | 0.2   | 39.00  |
| 06/18/12 | MDL  | Multiple conferences with the Judge's Courtroom Deputy regarding ECF notice for non NJ ECF filers; meet with R. Segall regarding same; discuss potential ways to get out of state ECF filings to get direct notice of filings.        | 0.3   | 58.50  |
| 06/18/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                 | 0.1   | 19.50  |
| 06/19/12 | RAS  | Edit and review pro hac motions with M. Laskowski.                                                                                                                                                                                    | 0.5   | 142.50 |
| 06/19/12 | MDL  | Meet with R. Segall regarding status and tasks to be completed.                                                                                                                                                                       | 0.2   | 39.00  |

Our Matter # 14917.59479  
 Invoice #3123368

Exhibits to F Page 71 of 251

August 27, 2012  
 Page:2

| DATE     | TKPR | DESCRIPTION                                                                                                                                                                                                                                                         | HOURS | AMOUNT   |
|----------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|----------|
| 06/19/12 | MDL  | Draft pro hac vice papers for Ilan Scharf; turn over to R. Segall for review.                                                                                                                                                                                       | 0.6   | 117.00   |
| 06/19/12 | MDL  | Draft pro hac vice papers for Robert Feinstein; turn over to R. Segall for review.                                                                                                                                                                                  | 0.6   | 117.00   |
| 06/20/12 | RAS  | Review and finalize pro hac motions.                                                                                                                                                                                                                                | 0.4   | 114.00   |
| 06/20/12 | MPD  | Create electronic master service list;                                                                                                                                                                                                                              | 0.4   | 78.00    |
| 06/20/12 | MDL  | Confer with R. Segall regarding the pro hac vice motions.                                                                                                                                                                                                           | 0.2   | 39.00    |
| 06/20/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                               | 0.1   | 19.50    |
| 06/20/12 | MDL  | Correspond with M. Dermatis regarding status and tasks to be completed.                                                                                                                                                                                             | 0.1   | 19.50    |
| 06/20/12 | MDL  | Prepare the service list.                                                                                                                                                                                                                                           | 0.5   | 97.50    |
| 06/20/12 | KAM  | Create redweld, organize and index documents in new matter.                                                                                                                                                                                                         | 0.7   | 87.50    |
| 06/21/12 | RAS  | Review pro hac motions. Assist in filing of same. Review retention application and discuss with M. Laskowski.                                                                                                                                                       | 1.0   | 285.00   |
| 06/21/12 | MPD  | Receive information from M. Laskowski and update electronic service list;                                                                                                                                                                                           | 0.2   | 39.00    |
| 06/21/12 | MDL  | Draft the Porzio retention papers and related documents.                                                                                                                                                                                                            | 1.0   | 195.00   |
| 06/21/12 | MDL  | Correspond with M. Dermatis regarding status and tasks to be completed.                                                                                                                                                                                             | 0.1   | 19.50    |
| 06/21/12 | MDL  | Update the service list.                                                                                                                                                                                                                                            | 0.1   | 19.50    |
| 06/21/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                               | 0.2   | 39.00    |
| 06/22/12 | WJM  | Review and circulate shortened time sale motion pleadings.                                                                                                                                                                                                          | 0.1   | 63.50    |
| 06/22/12 | MJP  | Review motion to approve bid procedures and sale of substantially all assets; review application to shorten time regarding bid procedures                                                                                                                           | 0.5   | 220.00   |
| 06/22/12 | RAS  | Review Porzio's retention application and speak with M. Politan regarding same. Edit and revise Pachulski's retention application, and send to counsel for review. Speak with M. Laskowski about service of motion and other related matters.                       | 4.0   | 1,140.00 |
| 06/22/12 | MPD  | Receive information from M. Laskowski and update electronic service list;                                                                                                                                                                                           | 0.2   | 39.00    |
| 06/22/12 | MDL  | Prepare notice of motion to the confidential information motion; turn over to R. Segall.                                                                                                                                                                            | 0.4   | 78.00    |
| 06/22/12 | MDL  | Correspond with M. Dermatis regarding status and tasks to be completed.                                                                                                                                                                                             | 0.1   | 19.50    |
| 06/22/12 | MDL  | Update the service list.                                                                                                                                                                                                                                            | 0.3   | 58.50    |
| 06/22/12 | MDL  | Prepare edits to the Pachulski retention motion; turn over to R. Segall for additional review.                                                                                                                                                                      | 0.5   | 97.50    |
| 06/22/12 | MDL  | Multiple conferences with R. Segall regarding multiple pleadings to be filed.                                                                                                                                                                                       | 0.4   | 78.00    |
| 06/22/12 | MDL  | Draft certificate of service; will need to be amended with what is actually filed.                                                                                                                                                                                  | 0.3   | 58.50    |
| 06/22/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                               | 0.2   | 39.00    |
| 06/22/12 | MDL  | Confer with M. Dermatis regarding drafts of documents to be amended and documents to be filed on June 25th.                                                                                                                                                         | 0.1   | 19.50    |
| 06/22/12 | MDL  | Prepare service of the Scharf pro hac vice motion; coordinate sufficient copies for service; include parties recently appearing; draft proposed cover letter which may need to be amended based on what is actually filed today; turn over to R. Segall for review. | 0.8   | 156.00   |
| 06/25/12 | MJP  | Review OST regarding bid procedures                                                                                                                                                                                                                                 | 0.1   | 44.00    |

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| DATE     | TKPR | DESCRIPTION                                                                                                                                                                                                                                                                       | HOURS | AMOUNT   |
|----------|------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|----------|
| 06/25/12 | MJP  | Review motion regarding confidential information and Committee procedures; review pro hac vice application of R. Feinstein.                                                                                                                                                       | 0.2   | 88.00    |
| 06/25/12 | RAS  | Supervise filing of 1102 motion and pro hac motion. Discuss same with M. Dermatis.                                                                                                                                                                                                | 0.2   | 57.00    |
| 06/25/12 | MPD  | File Pro Hac for Robert J. Feinstein and Motion of the Official Committee of Unsecured Creditors for an Order Clarifying Requirement to Provide Access to Confidential or Privileged Information; Revise Certificate of Service; Service same electronically and via regular mail | 2.1   | 409.50   |
| 06/26/12 | MJP  | Review objection to bid procedures by ABS Trust                                                                                                                                                                                                                                   | 0.1   | 44.00    |
| 06/26/12 | MJP  | Telephone call to I. Scharf regarding bidding procedures motion and final DIP objection; confer with R. Segall regarding appearance and filing of objection.                                                                                                                      | 0.4   | 176.00   |
| 06/26/12 | RAS  | Speak with W. Martin, Jr. and M. Politan regarding status of case. Speak with I. Scharf regarding filing of objection to bid procedures motion. Research objections and NJ case law regarding same, and correspond with I. Scharf regarding same.                                 | 1.0   | 285.00   |
| 06/26/12 | MPD  | Receive information from M. Laskowski and update electronic service list;                                                                                                                                                                                                         | 0.1   | 19.50    |
| 06/26/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                             | 0.1   | 19.50    |
| 06/26/12 | MDL  | Correspond with M. Dermatis regarding status and tasks to be completed.                                                                                                                                                                                                           | 0.1   | 19.50    |
| 06/26/12 | MDL  | Forward sample bid procedure motions to R. Segall.                                                                                                                                                                                                                                | 0.2   | 39.00    |
| 06/26/12 | MDL  | Update the service list.                                                                                                                                                                                                                                                          | 0.1   | 19.50    |
| 06/26/12 | MDL  | Confer with M. Dermatis regarding documents filed on June 25th.                                                                                                                                                                                                                   | 0.1   | 19.50    |
| 06/26/12 | MDL  | Attend team meeting; discuss status and tasks to be completed.                                                                                                                                                                                                                    | 0.1   | 19.50    |
| 06/27/12 | WJM  | Review sale motion papers and confer with R. Segall regarding coverage on Friday.                                                                                                                                                                                                 | 0.2   | 127.00   |
| 06/27/12 | RAS  | Review Sale/Bid Procedures motion in preparation of hearing. Review caselaw to assist co-counsel in drafting objection to bid procedures motion.                                                                                                                                  | 1.3   | 370.50   |
| 06/27/12 | RAS  | Review and edit retention applications pursuant to M. Politan edits.                                                                                                                                                                                                              | 2.0   | 570.00   |
| 06/27/12 | RAS  | Revise and assist in filing of objection to bid procedures motion. Speak to co-counsel and M. Laskowski regarding same.                                                                                                                                                           | 0.3   | 85.50    |
| 06/27/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                             | 0.2   | 39.00    |
| 06/27/12 | MDL  | Correspond with W. Martin regarding status and tasks to be completed.                                                                                                                                                                                                             | 0.1   | 19.50    |
| 06/27/12 | MDL  | Review; assist with revisions; finalize; prepare for e-filing and e-file the objection to bid procedures; e-serve the objection on those with e-mail addresses.                                                                                                                   | 1.0   | 195.00   |
| 06/27/12 | MDL  | Meet with R. Segall; prepare documents for use at June 28th hearing. Forward the bid procedures motion package to W. Martin for review.                                                                                                                                           | 0.6   | 117.00   |
| 06/27/12 | MDL  | Multiple conferences with R. Segall regarding the objection to the bid procedures motion.                                                                                                                                                                                         | 0.3   | 58.50    |
| 06/27/12 | MDL  | Review the bid procedures motion filed this evening to be heard on the 28th; circulate to W. Martin and R. Segall.                                                                                                                                                                | 0.2   | 39.00    |
| 06/28/12 | RAS  | Attend Sale and DIP hearing.                                                                                                                                                                                                                                                      | 4.5   | 1,282.50 |
| 06/28/12 | RAS  | Review pleadings prior to hearing. Assist in filing objection, and speak with I. Scharf regarding same.                                                                                                                                                                           | 1.2   | 342.00   |
| 06/28/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                             | 0.1   | 19.50    |

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| DATE     | TKPR | DESCRIPTION                                                                                                                                                                                                                  | HOURS | AMOUNT |
|----------|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------|
| 06/28/12 | MDL  | Draft; prepare for e-filing and e-file the certificate of service to the DIP objection and Bid Procedures objection.                                                                                                         | 0.4   | 78.00  |
| 06/28/12 | MDL  | E-serve the DIP objection; serve hard copies on those who cannot receive e-mail with the DIP objection and Bid Procedures objection; draft cover letter and serve same.                                                      | 0.8   | 156.00 |
| 06/28/12 | MDL  | Finalize; prepare for e-filing and e-file the objection to the DIP motion.                                                                                                                                                   | 0.5   | 97.50  |
| 06/29/12 | RAS  | Review Confidentiality Agreement and send signed draft to lead counsel.                                                                                                                                                      | 0.4   | 114.00 |
| 06/29/12 | RAS  | Provide summary of hearing to W. Martin, Jr. and M. Politan.                                                                                                                                                                 | 0.4   | 114.00 |
| 06/29/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                        | 0.1   | 19.50  |
| 06/29/12 | MDL  | Update the service list.                                                                                                                                                                                                     | 0.1   | 19.50  |
| 06/29/12 | MDL  | Correspond with W. Martin regarding status and tasks to be completed.                                                                                                                                                        | 0.1   | 19.50  |
| 07/02/12 | MJP  | Emails with R. Segall regarding auction dates; review of entered orders regarding bid procedures and contract/lease rejections                                                                                               | 0.3   | 132.00 |
| 07/02/12 | RAS  | Speak with I. Scharf regarding retention applications. Send to I. Scharf for review and comments.                                                                                                                            | 0.1   | 28.50  |
| 07/02/12 | RAS  | Review filed documents for scheduling purposes. Email M. Politan and S. Kelly regarding same.                                                                                                                                | 0.3   | 85.50  |
| 07/02/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                        | 0.1   | 19.50  |
| 07/02/12 | MDL  | Confer with R. Segall regarding the status of retention applications.                                                                                                                                                        | 0.1   | 19.50  |
| 07/03/12 | MJP  | Review order regarding rejection of contracts/leases.                                                                                                                                                                        | 0.1   | 44.00  |
| 07/03/12 | MJP  | Review order regarding pro hac vice of Feinstein                                                                                                                                                                             | 0.1   | 44.00  |
| 07/03/12 | MJP  | Review Final DIP order and budget                                                                                                                                                                                            | 0.2   | 88.00  |
| 07/03/12 | MJP  | Review orders approving bid procedures and sales process; review applicable deadlines for submissions of bids and auction dates                                                                                              | 0.2   | 88.00  |
| 07/05/12 | MJP  | Review update of filed pleadings and docket entries from co-counsel.                                                                                                                                                         | 0.1   | 44.00  |
| 07/05/12 | MJP  | Review third motion to sell assets                                                                                                                                                                                           | 0.2   | 88.00  |
| 07/06/12 | WJM  | Attend to snafu respecting Porzio retention application.                                                                                                                                                                     | 0.1   | 63.50  |
| 07/06/12 | MJP  | Address retention applications of Pachulski, CBiz and Porzio; confer with co-counsel regarding signature pages and coordinate filing with M. Laskowski; draft emails regarding additional information needed from co-counsel | 1.0   | 440.00 |
| 07/06/12 | MJP  | Address issues regarding pro hac vice order status.                                                                                                                                                                          | 0.1   | 44.00  |
| 07/06/12 | RAS  | Review Pachulski retention applications before filing.                                                                                                                                                                       | 0.5   | 142.50 |
| 07/06/12 | MDL  | Correspond with M. Politan regarding status and tasks to be completed.                                                                                                                                                       | 0.2   | 39.00  |
| 07/06/12 | MDL  | Correspond with W. Martin regarding status and tasks to be completed.                                                                                                                                                        | 0.2   | 39.00  |
| 07/06/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                        | 0.1   | 19.50  |
| 07/06/12 | MDL  | Draft certificates of service for the retention papers of the committee professionals.                                                                                                                                       | 0.6   | 117.00 |
| 07/06/12 | MDL  | Multiple conferences with M. Politan regarding retention papers.                                                                                                                                                             | 0.2   | 39.00  |
| 07/06/12 | MDL  | Update the service list.                                                                                                                                                                                                     | 0.5   | 97.50  |

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| DATE     | TKPR | DESCRIPTION                                                                                                                                                                                                                                                                                                       | HOURS | AMOUNT |
|----------|------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------|
| 07/06/12 | MDL  | Finalize the Pachulski and CBIZ retention applications; prepare for e-filing and e-file; coordinate hard copies for paper service; draft cover correspondence and finalize hard copy service; electronically serve the filed retention applications on those we have e-mail addresses for; advise team of status. | 1.8   | 351.00 |
| 07/06/12 | KAM  | Organization of current correspondence, undeliverable mail, debtor's bid procedures and sale motion, objection to order approving bidding procedures, notice of motion for relief from automatic stay; update of indices to reflect same.                                                                         | 0.4   | 50.00  |
| 07/09/12 | MJP  | Emails regarding 341 meeting of creditor from I. Scharf and R. Segall; confer with R. Segall regarding attendance                                                                                                                                                                                                 | 0.2   | 88.00  |
| 07/09/12 | MJP  | Address Porzio retention and emails with chairperson's signature on applications                                                                                                                                                                                                                                  | 0.1   | 44.00  |
| 07/09/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                                                             | 0.1   | 19.50  |
| 07/09/12 | MDL  | Correspond with M. Politan regarding status and tasks to be completed.                                                                                                                                                                                                                                            | 0.1   | 19.50  |
| 07/10/12 | MJP  | Review email confirming Porzio retention application filing.                                                                                                                                                                                                                                                      | 0.1   | 44.00  |
| 07/10/12 | MJP  | Review update regarding filings on the docket and pleadings from co-counsel                                                                                                                                                                                                                                       | 0.1   | 44.00  |
| 07/10/12 | RAS  | Speak with M. Politan regarding 341 hearing. Supervise filing of Porzio's retention application. Update team on progress of case. Correspond with I. Scharf regarding 341 hearing.                                                                                                                                | 0.3   | 85.50  |
| 07/10/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                                                             | 0.1   | 19.50  |
| 07/10/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                                                             | 0.2   | 39.00  |
| 07/10/12 | MDL  | Confer with R. Segall regarding materials needed for the 341 meeting.                                                                                                                                                                                                                                             | 0.1   | 19.50  |
| 07/10/12 | MDL  | Organize and forward materials to R. Segall in preparation for the 341 meeting.                                                                                                                                                                                                                                   | 0.3   | 58.50  |
| 07/10/12 | MDL  | Update the hard copy service list; coordinate the updating of the electronic service list.                                                                                                                                                                                                                        | 0.2   | 39.00  |
| 07/10/12 | MDL  | Finalize; prepare for e-filing and e-file the Porzio retention motion; finalize and e-file the 2014 statement for all committee professionals; prepare hard copy service; draft cover letter; complete electronic service on those with e-mail addresses; advise M. Politan and R. Segall of status.              | 1.6   | 312.00 |
| 07/10/12 | MPD  | Receive information from M. Laskowski and update electronic service list;                                                                                                                                                                                                                                         | 0.1   | 19.50  |
| 07/11/12 | MJP  | Review email updates from R. Segall regarding 341 meeting of creditors                                                                                                                                                                                                                                            | 0.1   | 44.00  |
| 07/11/12 | RAS  | Travel to and attend 341 meeting of creditors. Correspond with M. Politan and W. Martin, Jr. regarding same.                                                                                                                                                                                                      | 3.0   | 855.00 |
| 07/12/12 | MJP  | Review email summary to co-counsel from R. Segall regarding 341 meeting of creditors                                                                                                                                                                                                                              | 0.1   | 44.00  |
| 07/12/12 | RAS  | Summarize 341 meeting and correspond with I. Scharf regarding same. Review docket for sale incentive plan objection deadline pursuant to request from I. Scharf.                                                                                                                                                  | 0.8   | 228.00 |
| 07/13/12 | MDL  | Correspond with R. Segall regarding status and tasks to be completed.                                                                                                                                                                                                                                             | 0.1   | 19.50  |
| 07/17/12 | MJP  | Review update of recent pleadings and docket entries from co-counsel                                                                                                                                                                                                                                              | 0.1   | 44.00  |
| 07/17/12 | MJP  | Review emails regarding sale hearing attendance                                                                                                                                                                                                                                                                   | 0.1   | 44.00  |
| 07/17/12 | RAS  | Speak with M. Politan regarding status of case. Correspond with I. Scharf regarding sale hearing.                                                                                                                                                                                                                 | 0.2   | 57.00  |
| 07/18/12 | MJP  | Review entered retention orders regarding Committee professionals.                                                                                                                                                                                                                                                | 0.1   | 44.00  |
| 07/18/12 | MPD  | Receive information from M. Laskowski and update electronic service list;                                                                                                                                                                                                                                         | 0.2   | 39.00  |

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| DATE              | TKPR | DESCRIPTION                                                                                                                                                                                                                                             | HOURS       | AMOUNT             |
|-------------------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|--------------------|
| 07/18/12          | MDL  | Update the service list; coordinate update of the electronic service list.                                                                                                                                                                              | 1.0         | 195.00             |
| 07/18/12          | KAM  | Organization of client documents, application to employ Lowenstein, order approving bidding, auction and hearing schedule, motion to reject certain leases, order approving financing, order setting hearing, and third motion approving procedures and | 1.0         | 125.00             |
| 07/23/12          | MJP  | Review orders regarding rejection of leases, approving various sales of assets and confer with R. Segall regarding status.                                                                                                                              | 0.4         | 176.00             |
| 07/23/12          | MJP  | Review emails regarding objection date to sale incentive plan from R. Segall and I. Scharf                                                                                                                                                              | 0.1         | 44.00              |
| 07/23/12          | RAS  | Speak with M. Politan regarding status of case. Email I. Scharf regarding same.                                                                                                                                                                         | 0.2         | 57.00              |
| 07/24/12          | WJM  | Review status of sale issues with R. Segall.                                                                                                                                                                                                            | 0.2         | 127.00             |
| 07/24/12          | MJP  | Review update of latest filings and pleadings                                                                                                                                                                                                           | 0.1         | 44.00              |
| 07/25/12          | MDL  | Draft the certificate of service of the retention orders; finalize; prepare for e-filing and e-file; advise R. Segall of same.                                                                                                                          | 0.4         | 78.00              |
| 07/30/12          | MJP  | Review and respond to J. Makower regarding sale/distribution information and return to creditors.                                                                                                                                                       | 0.1         | 44.00              |
| 07/30/12          | MJP  | Review stip and consent order regarding extension of time to challenge nature, extent and priority of liens.                                                                                                                                            | 0.1         | 44.00              |
| 07/30/12          | MJP  | Review case docket and list of pleadings                                                                                                                                                                                                                | 0.1         | 44.00              |
| 07/30/12          | RAS  | Review filed motion regarding deadline for challenges against Creditor Trust. Speak with S. Kelly regarding same.                                                                                                                                       | 0.4         | 114.00             |
| 07/31/12          | MJP  | Review order regarding confidential information and respond to R. Segall about fees to date.                                                                                                                                                            | 0.2         | 88.00              |
| 07/31/12          | RAS  | Review email from I. Scharf regarding status of case and Order to be entered regarding access to confidential or privileged information. Correspond with M. Dermatis and M. Politan regarding same.                                                     | 0.1         | 28.50              |
| <b>TOTAL FEES</b> |      |                                                                                                                                                                                                                                                         | <b>58.3</b> | <b>\$15,389.50</b> |

#### DISBURSEMENTS

| DATE                       | DESCRIPTION                                                                                                                                              | AMOUNT          |
|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|
| 06/28/12                   | Mileage - VENDOR: Rachel A Segall; INVOICE#: 071612; DATE: 7/27/2012 - Expense reimbursement-22 miles @ 55.5 cents/mile to/from Strauss Sale/DIP Hearing | 12.21           |
| 06/28/12                   | Parking - VENDOR: Rachel A Segall; INVOICE#: 071612; DATE: 7/27/2012 - Expense reimbursement                                                             | 11.00           |
| 07/11/12                   | Parking - VENDOR: Rachel A Segall; INVOICE#: 071612; DATE: 7/27/2012 - Expense reimbursement                                                             | 13.00           |
| 07/31/12                   | Photocopies                                                                                                                                              | 355.40          |
| 07/31/12                   | Postage                                                                                                                                                  | 147.10          |
| <b>TOTAL DISBURSEMENTS</b> |                                                                                                                                                          | <b>\$538.71</b> |

**TOTALS FOR THIS MATTER**

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|                                    |           |                            |
|------------------------------------|-----------|----------------------------|
| Professional Services Fees         | 15,389.50 |                            |
| Disbursements                      | 538.71    |                            |
| Total Current Fees & Disbursements |           | 15,928.21                  |
| Previous Balance Due               |           | <u>0.00</u>                |
| <b>TOTAL CURRENT BALANCE</b>       |           | <b><u>\$ 15,928.21</u></b> |



**FEE SUMMARY**

| TIMEKEEPER          | TITLE                        | HOURS | RATE   | VALUE       |
|---------------------|------------------------------|-------|--------|-------------|
| Dermatis, Maria P   | Paralegal - 2 - Senior Level | 3.3   | 195.00 | 643.50      |
| Laskowski, Mathew D | Paralegal - 2 - Senior Level | 21.2  | 195.00 | 4,134.00    |
| Martin, Warren J    | Principal                    | 1.1   | 635.00 | 698.50      |
| Mulch, Kathy A      | Paralegal - 4                | 2.1   | 125.00 | 262.50      |
| Politan, Mark J     | Counsel                      | 6.0   | 440.00 | 2,640.00    |
| Segall, Rachel A    | Associate 3                  | 24.6  | 285.00 | 7,011.00    |
| TOTAL FEES          |                              | 58.3  |        | \$15,389.50 |

| TASK     | ACTIVITY | HOURS | AMOUNT   |
|----------|----------|-------|----------|
| ASSTANAL |          | 0.20  | 127.00   |
| ASSTDISP |          | 13.70 | 4,363.00 |
| CASEADMN |          | 23.50 | 5,153.00 |
| CLAIMS   |          | 0.40  | 114.00   |
| FEEAPPS  |          | 16.00 | 4,436.00 |
| FINANCE  |          | 1.50  | 341.50   |
| MTGCRDTR |          | 3.00  | 855.00   |

| COST CODE | AMOUNT |
|-----------|--------|
| MESS      | 147.10 |
| PHOTO     | 355.40 |
| PTRANS    | 36.21  |

# EXHIBIT D

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET**

IN RE: 155 Route 10 Associates, Inc. APPLICANT: Porzio, Bromberg & Newman, P.C.  
CASE NO.: 12-24414 (NLW) CLIENT: Official Committee of  
CHAPTER: 11 CASE FILED: June 5, 2012  
Unsecured Creditors

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER PENALTY OF  
PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746.

RETENTION ORDER(S) ATTACHED

/s/ Warren J. Martin Jr. 10/15/12  
Warren J. Martin Jr. DATE

**SECTION 1 - FEE SUMMARY**

MONTHLY FEE STATEMENT NO. 2 (August 2012)

INTERIM FEE APPLICATION NO. \_\_\_\_\_ OR FINAL FEE APPLICATION \_\_\_\_\_

|                                                      | FEES        | EXPENSES |
|------------------------------------------------------|-------------|----------|
| TOTAL PREVIOUS FEES REQUESTED                        | \$15,389.50 | \$538.71 |
| TOTAL FEE ALLOWED TO DATE                            | \$12,311.60 | \$538.71 |
| TOTAL RETAINER                                       | \$0.00      | \$0.00   |
| TOTAL COURT HOLDBACK SINCE<br>LAST INTERIM FEE ORDER | \$3,077.90  | \$0.00   |
| TOTAL RECEIVED BY APPLICANT                          | \$0.00      | \$0.00   |

| NAME OF PROFESSIONAL &<br>TITLE       | YEAR ADMITTED<br>(OR YEARS OF<br>PROF. SERVICE) | HOURS       | RATE  | FEE               |
|---------------------------------------|-------------------------------------------------|-------------|-------|-------------------|
| Warren J. Martin Jr., Principal       | 1986                                            | 0.1         | \$635 | \$63.50           |
| Mark J. Politan, Counsel              | 1999                                            | 2.1         | \$440 | \$924.00          |
| Rachel A. Segall, Associate           | 2011                                            | 1.9         | \$285 | \$541.50          |
| Mathew D. Laskowski, Senior Paralegal | 1998                                            | 8.7         | \$195 | \$1,696.50        |
| Maria P. Dermatis, Senior Paralegal   | 2006                                            | 0.5         | \$195 | \$97.50           |
| Kathy A. Mulch, Document Clerk        | 2009                                            | 0.3         | \$125 | \$37.50           |
| <b>TOTALS:</b>                        |                                                 | <b>13.6</b> |       | <b>\$3,360.50</b> |

|                                    |            |
|------------------------------------|------------|
| FEE TOTALS – SECTION 2             | \$3,360.50 |
| DISBURSEMENT TOTALS – SECTION 3    | 1,594.40   |
| TOTAL HOLDBACK (20%)               | 672.10     |
| TOTAL FEES AND EXPENSES TO BE PAID | \$4,282.80 |

## SECTION II -SUMMARY OF SERVICES RENDERED

| SERVICES RENDERED                                      | HOURS       | FEE               |
|--------------------------------------------------------|-------------|-------------------|
| a) Asset Analysis and Recovery                         | 0.0         | \$0.00            |
| b) Asset Disposition                                   | 0.7         | \$199.50          |
| c) Business Operations                                 | 0.0         | \$0.00            |
| d) Case Administration                                 | 2.8         | \$843.50          |
| e) Claims Administration and Objections                | 0.0         | \$0.00            |
| f) Employee Benefits/Pensions                          | 0.0         | \$0.00            |
| g) Fee/Employment Applications                         | 10.1        | \$2,317.50        |
| h) Fee/Employment Objections                           | 0.0         | \$0.00            |
| i) Financing                                           | 0.0         | \$0.00            |
| j) Litigation (other than Avoidance Action Litigation) | 0.0         | \$0.00            |
| k) Avoidance Action Litigation                         | 0.0         | \$0.00            |
| l) Meetings of Creditors                               | 0.0         | \$0.00            |
| m) Plan and Disclosure Statement                       | 0.0         | \$0.00            |
| n) Relief from Stay Proceedings                        | 0.0         | \$0.00            |
| o) Regulatory Compliance                               | 0.0         | \$0.00            |
| p) Travel                                              | 0.0         | \$0.00            |
| q) Accounting/Auditing                                 | 0.0         | \$0.00            |
| r) Business Analysis                                   | 0.0         | \$0.00            |
| s) Corporate Finance and Valuation                     | 0.0         | \$0.00            |
| t) Data Analysis                                       | 0.0         | \$0.00            |
| u) Litigation Consulting                               | 0.0         | \$0.00            |
| v) Reconstruction Accounting                           | 0.0         | \$0.00            |
| w) Tax Issues                                          | 0.0         | \$0.00            |
| x) Other (specify category)                            | 0.0         | \$0.00            |
| <b>SERVICES TOTAL:</b>                                 | <b>13.6</b> | <b>\$3,360.50</b> |

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**SECTION III - SUMMARY OF DISBURSEMENTS**

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| <b>DISBURSEMENTS</b>                                                                              | <b>AMOUNT</b>     |
|---------------------------------------------------------------------------------------------------|-------------------|
| a) Computer Assisted Legal Research                                                               | \$0.00            |
| b) Facsimile (with rates)<br>No. of Pages ____ Rate per Page ____ (Max. \$1.00/pg.)               | \$0.00            |
| c) Long Distance Telephone / Conference Calls                                                     | \$0.00            |
| d) In-House Reproduction<br>No. of Pages <u>6,699</u> Rate per Page <u>\$.20</u> (Max. \$.20/pg.) | \$1,339.80        |
| e) Outside Reproduction                                                                           | \$0.00            |
| f) Outside Research (Explain)                                                                     | \$0.00            |
| g) Filing/Court Fees                                                                              | \$0.00            |
| h) Court Reporting / Deposition Services                                                          | \$0.00            |
| i) Travel                                                                                         | \$0.00            |
| j) Courier & Express Carriers (e.g. Federal Express)                                              | \$167.40          |
| k) Postage                                                                                        | \$0.00            |
| l) Other (Explain)                                                                                | \$87.20           |
| <b>DISBURSEMENTS TOTAL:</b>                                                                       | <b>\$1,594.40</b> |

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#### SECTION IV - CASE HISTORY

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(Note: Items 3-6 are not applicable to applications under 11 U.S.C. § 506)

- |                                                                                                                                                                     |                                                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| (1) DATE CASE FILED:                                                                                                                                                | <b>June 5, 2012</b>                                              |
| (2) CHAPTER UNDER WHICH CASE WAS COMMENCED:                                                                                                                         | <b>Chapter 11</b>                                                |
| (3) DATE OF RETENTION:<br>(ANNEX COPY OF ORDER(S))<br>IF LIMIT ON NUMBERS OF HOURS OR OTHER LIMITATIONS TO RETENTION, SET FORTH:                                    | <b>July 18, 2012, effective as of June 13, 2012 (Docket 241)</b> |
| (4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH SUPPLEMENTS AS NEEDED                                                                                  |                                                                  |
| (5) ANTICIPATED DISTRIBUTION TO CREDITORS:<br>(A) ADMINISTRATION EXPENSES:<br>(B) SECURED CREDITORS:<br>(C) PRIORITY CREDITORS:<br>(D) GENERAL UNSECURED CREDITORS: | <b>Not applicable at this time.</b>                              |
| (6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO CREDITOR (IF APPLICABLE):                                                                          | <b>Not applicable at this time.</b>                              |





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TEL (973) 538-4006  
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TAX ID: 22-2005150

September 18, 2012

OCUC of 155 Route 10 Associates, Inc., et al.

Invoice # 3123816

Re: *In re 155 Route Associates, Inc., et al.*  
Our Matter # 14917.59479  
Billing Attorney: Warren J. Martin

**STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 08/31/12**

| DATE     | TKPR | DESCRIPTION                                                                                                                                                                                    | HOURS | AMOUNT |
|----------|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------|
| 08/01/12 | MJP  | Review Order Clarifying Requirement to Provide Access to Confidential Information or to Privileged Information for submission to chambers; confer with R. Segall regarding same.               | 0.3   | 132.00 |
| 08/01/12 | RAS  | Draft email to chambers regarding Order Clarifying Requirement to Provide Access to Confidential Information or to Privileged Information. Correspond with I. Scharf regarding same.           | 0.5   | 142.50 |
| 08/03/12 | KAM  | Organization of current correspondence, notice of motion to establish procedures, fourth and fifth motions to reject lease and notice of status conference; update of indices to reflect same. | 0.3   | 37.50  |
| 08/06/12 | MDL  | Review the motion for an administrative fee order; prepare fee tracking charts for Porzio, Pachulski and CBIZ; cull out deadlines and procedures proposed in the order and advise R. Segall.   | 0.3   | 58.50  |
| 08/07/12 | MJP  | Emails with R. Segall and co-counsel regarding outstanding fees/expenses to date; review status of sales and case                                                                              | 0.2   | 88.00  |
| 08/07/12 | MJP  | Emails with R. Segall regarding follow up with chambers regarding entry of order regarding committee and information disclosure                                                                | 0.2   | 88.00  |
| 08/07/12 | RAS  | Speak to Mat regarding fee applications, and draft email to I. Scharf regarding same.                                                                                                          | 0.3   | 85.50  |
| 08/07/12 | RAS  | Speak with M. Politan regarding Order Clarifying Requirement to Provide Access to Confidential Information or to Privileged Information.                                                       | 0.2   | 57.00  |
| 08/07/12 | MDL  | Meet with R. Segall regarding fee applications and plan for assisting lead counsel and CBIZ with same.                                                                                         | 0.3   | 58.50  |
| 08/07/12 | MDL  | Cull out sample monthly fee statements and prepare sample cover sheet; forward same to R. Segall.                                                                                              | 0.2   | 39.00  |
| 08/07/12 | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                                                                                              | 0.2   | 39.00  |

Our Matter # 14917.59479  
 Invoice #3123816

Exhibit A to F Page 73 of 151

September 18, 2012  
 Page:2

| DATE     | TKPR | DESCRIPTION                                                                                                             | HOURS | AMOUNT |
|----------|------|-------------------------------------------------------------------------------------------------------------------------|-------|--------|
| 08/07/12 | MDL  | Meet with team; discuss the status of the matter and tasks to be completed.                                             | 0.2   | 39.00  |
| 08/07/12 | MPD  | Review financial services information to identify fees to date and provide to R. Segall for review;                     | 0.5   | 97.50  |
| 08/09/12 | MJP  | Review email to co-counsel regarding monthly fee statements and procedures.                                             | 0.1   | 44.00  |
| 08/09/12 | RAS  | Correspond with I. Scharf regarding fee applications.                                                                   | 0.1   | 28.50  |
| 08/09/12 | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                       | 0.1   | 19.50  |
| 08/10/12 | MJP  | Review memo regarding recent pleadings from co-counsel                                                                  | 0.1   | 44.00  |
| 08/14/12 | MJP  | Review status email of recent pleadings from co-counsel                                                                 | 0.1   | 44.00  |
| 08/17/12 | MJP  | Review memo from co-counsel regarding status and recent pleadings, filings                                              | 0.1   | 44.00  |
| 08/20/12 | MJP  | Review admin procedures order regarding compensation                                                                    | 0.1   | 44.00  |
| 08/20/12 | RAS  | Review emails from financial advisor regarding fee application and discuss same with M. Laskowski.                      | 0.3   | 85.50  |
| 08/20/12 | MDL  | Correspond with I. Berk of CBIZ regarding status and fee related tasks to be completed.                                 | 0.1   | 19.50  |
| 08/20/12 | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                       | 0.1   | 19.50  |
| 08/20/12 | MDL  | Confer with R. Segall regarding the CBIZ monthly fee statements.                                                        | 0.1   | 19.50  |
| 08/21/12 | WJM  | E-mails to and from R. Segall regarding CNOs and fee app filings and timing of same.                                    | 0.1   | 63.50  |
| 08/21/12 | MJP  | Review update of recent filings from co-counsel                                                                         | 0.1   | 44.00  |
| 08/21/12 | RAS  | Correspond with professionals regarding fee application. Review interim fee app order.                                  | 0.4   | 114.00 |
| 08/21/12 | MDL  | Correspond with W. Martin regarding status and fee related tasks to be completed.                                       | 0.1   | 19.50  |
| 08/21/12 | MDL  | Correspond with I. Berk of CBIZ regarding status and fee related tasks to be completed.                                 | 0.1   | 19.50  |
| 08/21/12 | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                       | 0.2   | 39.00  |
| 08/22/12 | MDL  | Prepare the Porzio monthly fee statement.                                                                               | 1.0   | 195.00 |
| 08/24/12 | MJP  | Review multiple emails with co-counsel regarding monthly fee statement forms for NJ practice                            | 0.1   | 44.00  |
| 08/24/12 | MDL  | Update the service list in preparation for filing and service of monthly fee statement for the Committee professionals. | 0.5   | 97.50  |
| 08/24/12 | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                       | 0.1   | 19.50  |
| 08/24/12 | MDL  | Correspond with I. Sharf regarding status and fee related tasks to be completed.                                        | 0.1   | 19.50  |
| 08/24/12 | MDL  | Correspond with M. Politan regarding status and fee related tasks to be completed.                                      | 0.1   | 19.50  |
| 08/24/12 | MDL  | Meet with R. Segall regarding the monthly fee statements.                                                               | 0.2   | 39.00  |
| 08/27/12 | MJP  | Review and edit 1st monthly fee statement of PBN                                                                        | 0.2   | 88.00  |
| 08/27/12 | RAS  | Review finalized fee application.                                                                                       | 0.1   | 28.50  |

Our Matter # 14917.59479  
 Invoice #3123816

Exhibit A F Page 83 of 1951

September 18, 2012  
 Page:3

| DATE              | TKPR | DESCRIPTION                                                                                                                                                                                                                                                                                              | HOURS       | AMOUNT            |
|-------------------|------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|-------------------|
| 08/27/12          | MDL  | Finalize the Porzio monthly fee statement; forward to R. Segall for review.                                                                                                                                                                                                                              | 0.5         | 97.50             |
| 08/27/12          | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                                                                                                                                                                                                        | 0.1         | 19.50             |
| 08/28/12          | MJP  | Review Pachulski initial monthly fee statement; confer with M. Laskowski regarding conforming for local NJ practice                                                                                                                                                                                      | 0.2         | 88.00             |
| 08/28/12          | MJP  | Revise update from co-counsel regarding pleadings and filings                                                                                                                                                                                                                                            | 0.1         | 44.00             |
| 08/28/12          | MDL  | Correspond with R. Segall regarding status and fee related tasks to be completed.                                                                                                                                                                                                                        | 0.1         | 19.50             |
| 08/28/12          | MDL  | Meet with M. Politan and R. Segall regarding the monthly fee statements of the Committee's professionals.                                                                                                                                                                                                | 0.3         | 58.50             |
| 08/29/12          | MJP  | Address monthly fee statements for Committee professionals                                                                                                                                                                                                                                               | 0.2         | 88.00             |
| 08/29/12          | MDL  | Correspond with I. Sharf regarding status and fee related tasks to be completed.                                                                                                                                                                                                                         | 0.1         | 19.50             |
| 08/29/12          | MDL  | Finalize; prepare for e-filing and e-file the June and July 2012 monthly fee statements for CBIZ, Pachulski and Porzio for a total of five filings; prepare for the voluminous service of same per the administrative fee order; coordinate reproduction of all 5 filings; prepare cover correspondence. | 2.0         | 390.00            |
| 08/29/12          | MDL  | Revise and finalize the Porzio monthly fee statement.                                                                                                                                                                                                                                                    | 0.3         | 58.50             |
| 08/30/12          | MDL  | Organize the voluminous mailing of the Committee's professional's 5 monthly fee statements per the administrative fee order; update the cover correspondence and serve all necessary parties.                                                                                                            | 1.3         | 253.50            |
| <b>TOTAL FEES</b> |      |                                                                                                                                                                                                                                                                                                          | <b>13.6</b> | <b>\$3,360.50</b> |

#### DISBURSEMENTS

| DATE                       | DESCRIPTION                                                                                 | AMOUNT            |
|----------------------------|---------------------------------------------------------------------------------------------|-------------------|
| 07/06/12                   | PACER Legal research - VENDOR: Pacer Service Center; INVOICE#: PB0024Q22012; DATE: 7/6/2012 | 87.20             |
| 08/29/12                   | Photocopies - Photocopies - 939 page(s)                                                     | 187.80            |
| 08/29/12                   | Photocopies - Photocopies - 4160 page(s)                                                    | 832.00            |
| 08/29/12                   | Photocopies - Photocopies - 1600 page(s)                                                    | 320.00            |
| 08/30/12                   | Postage - Postage - 1 piece(s)                                                              | 167.40            |
| <b>TOTAL DISBURSEMENTS</b> |                                                                                             | <b>\$1,594.40</b> |

#### TOTALS FOR THIS MATTER

|                                    |          |                     |
|------------------------------------|----------|---------------------|
| Professional Services Fees         | 3,360.50 |                     |
| Disbursements                      | 1,594.40 |                     |
| Total Current Fees & Disbursements |          | 4,954.90            |
| Previous Balance Due               |          | 15,928.21           |
| <b>TOTAL CURRENT BALANCE</b>       |          | <b>\$ 20,883.11</b> |

**FEE SUMMARY**

| TIMEKEEPER          | TITLE                        | HOURS       | RATE   | VALUE             |
|---------------------|------------------------------|-------------|--------|-------------------|
| Dermatis, Maria P   | Paralegal - 2 - Senior Level | 0.5         | 195.00 | 97.50             |
| Laskowski, Mathew D | Paralegal - 2 - Senior Level | 8.7         | 195.00 | 1,696.50          |
| Martin, Warren J    | Principal                    | 0.1         | 635.00 | 63.50             |
| Mulch, Kathy A      | Paralegal - 4                | 0.3         | 125.00 | 37.50             |
| Politan, Mark J     | Counsel                      | 2.1         | 440.00 | 924.00            |
| Segall, Rachel A    | Associate 3                  | 1.9         | 285.00 | 541.50            |
| <b>TOTAL FEES</b>   |                              | <b>13.6</b> |        | <b>\$3,360.50</b> |

| TASK      | ACTIVITY | HOURS | AMOUNT   |
|-----------|----------|-------|----------|
| ASSTDISP  |          | 0.70  | 199.50   |
| CASEADMN  |          | 2.80  | 843.50   |
| FEEAPPS   |          | 10.10 | 2,317.50 |
| COST CODE |          |       | AMOUNT   |
| MESS      |          |       | 167.40   |
| OTHER     |          |       | 87.20    |
| PHOTO     |          |       | 1,339.80 |

ACCOUNTS RECEIVABLE

| INVOICE DATE | INVOICE NUMBER      | INVOICE TOTAL | OUTSTANDING BALANCE |
|--------------|---------------------|---------------|---------------------|
| 08/27/12     | 3123368             | 15,928.21     | 15,928.21           |
|              | CURRENT BALANCE DUE | \$15,928.21   | \$15,928.21         |

# EXHIBIT E

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET**

IN RE: 155 Route 10 Associates, Inc. APPLICANT: Porzio, Bromberg & Newman, P.C.  
CASE NO.: 12-24414 (NLW) CLIENT: Official Committee of  
CHAPTER: 11 CASE FILED: Unsecured Creditors  
June 5, 2012

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER PENALTY OF  
PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746.

RETENTION ORDER(S) ATTACHED

/s/ Warren J. Martin Jr. 1/7/13  
Warren J. Martin Jr. DATE

**SECTION 1 - FEE SUMMARY**

MONTHLY FEE STATEMENT NO. **3 (September/October 2012)**  
INTERIM FEE APPLICATION NO. \_\_\_\_\_ OR FINAL FEE APPLICATION \_\_\_\_\_

|                                                      | FEES        | EXPENSES   |
|------------------------------------------------------|-------------|------------|
| TOTAL PREVIOUS FEES REQUESTED                        | \$18,750.00 | \$2,133.11 |
| TOTAL FEE ALLOWED TO DATE                            | \$12,311.60 | \$538.71   |
| TOTAL RETAINER                                       | \$0.00      | \$0.00     |
| TOTAL COURT HOLDBACK SINCE<br>LAST INTERIM FEE ORDER | \$3,750.00  | \$0.00     |
| TOTAL RECEIVED BY APPLICANT                          | \$10,901.09 | \$538.71   |

| NAME OF PROFESSIONAL &<br>TITLE       | YEAR ADMITTED<br>(OR YEARS OF<br>PROF. SERVICE) | HOURS      | RATE  | FEE               |
|---------------------------------------|-------------------------------------------------|------------|-------|-------------------|
| Mark J. Politan, Counsel              | 1999                                            | 1.1        | \$440 | \$484.00          |
| Rachel A. Segall, Associate           | 2011                                            | 2.0        | \$285 | \$570.00          |
| Mathew D. Laskowski, Senior Paralegal | 1998                                            | 6.7        | \$195 | \$1,306.50        |
| Maria P. Dermatis, Senior Paralegal   | 2006                                            | 0.1        | \$195 | \$19.50           |
| <b>TOTALS:</b>                        |                                                 | <b>9.9</b> |       | <b>\$2,380.00</b> |

|                                    |            |
|------------------------------------|------------|
| FEE TOTALS – SECTION 2             | \$2,380.00 |
| DISBURSEMENT TOTALS – SECTION 3    | \$806.78   |
| TOTAL HOLDBACK (20%)               | \$476.00   |
| TOTAL FEES AND EXPENSES TO BE PAID | \$2,710.78 |



## SECTION II -SUMMARY OF SERVICES RENDERED

| SERVICES RENDERED                                      | HOURS      | FEE               |
|--------------------------------------------------------|------------|-------------------|
| a) Asset Analysis and Recovery                         | 0.0        | \$0.00            |
| b) Asset Disposition                                   | 0.9        | \$287.50          |
| c) Business Operations                                 | 0.0        | \$0.00            |
| d) Case Administration                                 | 1.8        | \$418.00          |
| e) Claims Administration and Objections                | 0.0        | \$0.00            |
| f) Employee Benefits/Pensions                          | 0.0        | \$0.00            |
| g) Fee/Employment Applications                         | 7.2        | \$1,674.50        |
| h) Fee/Employment Objections                           | 0.0        | \$0.00            |
| i) Financing                                           | 0.0        | \$0.00            |
| j) Litigation (other than Avoidance Action Litigation) | 0.0        | \$0.00            |
| k) Avoidance Action Litigation                         | 0.0        | \$0.00            |
| l) Meetings of Creditors                               | 0.0        | \$0.00            |
| m) Plan and Disclosure Statement                       | 0.0        | \$0.00            |
| n) Relief from Stay Proceedings                        | 0.0        | \$0.00            |
| o) Regulatory Compliance                               | 0.0        | \$0.00            |
| p) Travel                                              | 0.0        | \$0.00            |
| q) Accounting/Auditing                                 | 0.0        | \$0.00            |
| r) Business Analysis                                   | 0.0        | \$0.00            |
| s) Corporate Finance and Valuation                     | 0.0        | \$0.00            |
| t) Data Analysis                                       | 0.0        | \$0.00            |
| u) Litigation Consulting                               | 0.0        | \$0.00            |
| v) Reconstruction Accounting                           | 0.0        | \$0.00            |
| w) Tax Issues                                          | 0.0        | \$0.00            |
| x) Other (specify category)                            | 0.0        | \$0.00            |
| <b>SERVICES TOTAL:</b>                                 | <b>9.9</b> | <b>\$2,380.00</b> |

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**SECTION III - SUMMARY OF DISBURSEMENTS**

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| <b>DISBURSEMENTS</b>                                                                              | <b>AMOUNT</b>   |
|---------------------------------------------------------------------------------------------------|-----------------|
| a) Computer Assisted Legal Research                                                               | \$0.00          |
| b) Facsimile (with rates)<br>No. of Pages _____ Rate per Page _____ (Max. \$1.00/pg.)             | \$0.00          |
| c) Long Distance Telephone / Conference Calls                                                     | \$22.38         |
| d) In-House Reproduction<br>No. of Pages <u>3,361</u> Rate per Page <u>\$.20</u> (Max. \$.20/pg.) | \$672.20        |
| e) Outside Reproduction                                                                           | \$0.00          |
| f) Outside Research (Explain)                                                                     | \$0.00          |
| g) Filing/Court Fees                                                                              | \$0.00          |
| h) Court Reporting / Deposition Services                                                          | \$0.00          |
| i) Travel                                                                                         | \$0.00          |
| j) Courier & Express Carriers (e.g. Federal Express)                                              | \$112.20        |
| k) Postage                                                                                        | \$0.00          |
| l) Other (Explain)                                                                                | \$0.00          |
| <b>DISBURSEMENTS TOTAL:</b>                                                                       | <b>\$806.78</b> |

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#### SECTION IV - CASE HISTORY

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(Note: Items 3-6 are not applicable to applications under 11 U.S.C. § 506)

- |                                                                                                                                  |                                                                  |
|----------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| (1) DATE CASE FILED:                                                                                                             | <b>June 5, 2012</b>                                              |
| (2) CHAPTER UNDER WHICH CASE WAS COMMENCED:                                                                                      | <b>Chapter 11</b>                                                |
| (3) DATE OF RETENTION:<br>(ANNEX COPY OF ORDER(S))<br>IF LIMIT ON NUMBERS OF HOURS OR OTHER LIMITATIONS TO RETENTION, SET FORTH: | <b>July 18, 2012, effective as of June 13, 2012 (Docket 241)</b> |
| (4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH SUPPLEMENTS AS NEEDED                                               |                                                                  |
|                                                                                                                                  |                                                                  |
| (5) ANTICIPATED DISTRIBUTION TO CREDITORS:                                                                                       | <b>Not applicable at this time.</b>                              |
| (A) ADMINISTRATION EXPENSES:                                                                                                     |                                                                  |
| (B) SECURED CREDITORS:                                                                                                           |                                                                  |
| (C) PRIORITY CREDITORS:                                                                                                          |                                                                  |
| (D) GENERAL UNSECURED CREDITORS:                                                                                                 |                                                                  |
| (6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO CREDITOR (IF APPLICABLE):                                       | <b>Not applicable at this time.</b>                              |



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FAX (973) 538-5146  
TAX ID: 22-2005150

November 26, 2012

OCUC of 155 Route 10 Associates, Inc., et al.

Invoice # 3127070

Re: *In re 155 Route Associates, Inc., et al.*  
Our Matter # 14917.59479  
Billing Attorney: Warren J. Martin

**STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 10/31/12**

| DATE     | TKPR | DESCRIPTION                                                                                                                                                                      | HOURS | AMOUNT |
|----------|------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------|
| 09/04/12 | MJP  | Emails and telephone conference with I. Scharf regarding monthly fee payments and carveout under budget and order.                                                               | 0.2   | 88.00  |
| 09/06/12 | MJP  | Review emails and respond regarding case summary and status from R. Segall                                                                                                       | 0.2   | 88.00  |
| 09/06/12 | RAS  | Review docket and correspond with M. Politan regarding go-forward strategy in case.                                                                                              | 0.5   | 142.50 |
| 09/06/12 | MDL  | Attend team meeting; discuss the status of the matter and tasks to be completed.                                                                                                 | 0.1   | 19.50  |
| 09/17/12 | MDL  | Prepare monthly fee statement for Porzio for August time.                                                                                                                        | 1.3   | 253.50 |
| 09/17/12 | MDL  | Prepare certificate of service for the June and July monthly fee statements for all committee professionals; finalize; prepare for e-filing; e-file; advise R. Segall of status. | 0.5   | 97.50  |
| 09/17/12 | MDL  | Update case deadlines; calculate when the interim fee applications will be due for the next year; advise R. Segall.                                                              | 0.3   | 58.50  |
| 09/18/12 | MDL  | Revise the Porzio fee application for August.                                                                                                                                    | 0.2   | 39.00  |
| 09/18/12 | MDL  | Confer with M. Politan and R. Segall regarding the fee applications.                                                                                                             | 0.2   | 39.00  |
| 09/18/12 | MDL  | Correspond with S. Magee regarding the status of fee applications.                                                                                                               | 0.1   | 19.50  |
| 09/19/12 | MDL  | Meet with R. Segall; discuss fee applications; discuss changes to the CBIZ cover sheets going forward to ensure compliance with the local form.                                  | 0.3   | 58.50  |
| 09/19/12 | MDL  | Correspond with R. Segall, C. Beck and I. Scharf regarding the status of fee applications.                                                                                       | 0.3   | 58.50  |
| 09/20/12 | RAS  | Speak with M. Laskowski regarding fee applications (0.2), and draft emails (0.2) and correspond with professionals regarding same (0.1).                                         | 0.5   | 142.50 |
| 09/20/12 | MDL  | Follow up with Pachulski and CBIZ regarding the certificates of no objection.                                                                                                    | 0.1   | 19.50  |
| 09/20/12 | MDL  | Confer with R. Segall regarding the certificates of no objection to be filed.                                                                                                    | 0.1   | 19.50  |
| 09/20/12 | MDL  | Correspond with C. Beck regarding the status of fee applications.                                                                                                                | 0.1   | 19.50  |

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| DATE              | TKPR | DESCRIPTION                                                                                                                                                                                    | HOURS      | AMOUNT            |
|-------------------|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------------------|
| 09/20/12          | MDL  | Correspond with R. Segall and S. Dobrinsky regarding the status of fee applications.                                                                                                           | 0.2        | 39.00             |
| 09/21/12          | MDL  | Draft the certifications of no objection to the June and July monthly fee statements of Pachulski, CBIZ and Porzio; finalize; prepare for e-filing and e-file all; advise R. Segall of status. | 1.3        | 253.50            |
| 09/24/12          | RAS  | Correspond with Pachulski regarding wire instructions.                                                                                                                                         | 0.1        | 28.50             |
| 09/24/12          | MDL  | Follow up with I. Scharf regarding fee application status.                                                                                                                                     | 0.1        | 19.50             |
| 09/24/12          | MDL  | Correspond with R. Segall regarding the status of fee applications.                                                                                                                            | 0.1        | 19.50             |
| 09/24/12          | MDL  | Correspond with I. Scharf regarding the status of fee applications.                                                                                                                            | 0.1        | 19.50             |
| 09/25/12          | MDL  | Turn over the Porzio monthly fee statement to R. Segall for review.                                                                                                                            | 0.2        | 39.00             |
| 09/26/12          | MJP  | Emails with M. Laskowski and W. Martin, Jr. regarding payment of monthly fees                                                                                                                  | 0.1        | 44.00             |
| 09/27/12          | MDL  | Correspond with M. Politan regarding the status of fee applications.                                                                                                                           | 0.1        | 19.50             |
| 09/30/12          | MJP  | Emails with M. Laskowski regarding monthly fee statements for committee professionals.                                                                                                         | 0.1        | 44.00             |
| 10/01/12          | RAS  | Email lead counsel regarding fee application status (0.1). Email M. Laskowski regarding same (0.1).                                                                                            | 0.2        | 57.00             |
| 10/03/12          | MJP  | Telephone call from J. Glucksman regarding status of asset sale; confer with R. Segall regarding same.                                                                                         | 0.2        | 88.00             |
| 10/03/12          | RAS  | Speak with Joel Glucksman regarding status of case and 503(b)(9) issues.                                                                                                                       | 0.2        | 57.00             |
| 10/04/12          | RAS  | Correspond with M. Laskowski regarding fee applications and status of case.                                                                                                                    | 0.1        | 28.50             |
| 10/08/12          | MJP  | Address monthly fee statement issues with R. Segall and M. Laskowski; review emails to co-counsel regarding filing status.                                                                     | 0.2        | 88.00             |
| 10/08/12          | RAS  | Speak with M. Laskowski regarding fee applications, and correspond with I. Scharf regarding same.                                                                                              | 0.3        | 85.50             |
| 10/08/12          | MDL  | Correspond with M. Politan regarding preparation of monthly fee statement.                                                                                                                     | 0.1        | 19.50             |
| 10/08/12          | MDL  | Correspond with R. Segall regarding preparation of monthly fee statement.                                                                                                                      | 0.2        | 39.00             |
| 10/09/12          | MDL  | Correspond with M. Politan regarding preparation of monthly fee statement.                                                                                                                     | 0.1        | 19.50             |
| 10/09/12          | MDL  | Update the service list; coordinate update to the electronic service list.                                                                                                                     | 0.5        | 97.50             |
| 10/09/12          | MPD  | Receive information from M. Laskowski and update master service list;                                                                                                                          | 0.1        | 19.50             |
| 10/12/12          | RAS  | Review fee application.                                                                                                                                                                        | 0.1        | 28.50             |
| 10/15/12          | MJP  | Review monthly fee statements of Porzio and CBiz                                                                                                                                               | 0.1        | 44.00             |
| 10/18/12          | MDL  | Correspond with R. Segall regarding preparation of monthly fee statement.                                                                                                                      | 0.1        | 19.50             |
| <b>TOTAL FEES</b> |      |                                                                                                                                                                                                | <b>9.9</b> | <b>\$2,380.00</b> |

#### DISBURSEMENTS

| DATE     | DESCRIPTION                                                                                  | AMOUNT |
|----------|----------------------------------------------------------------------------------------------|--------|
| 06/12/12 | Telephone - VENDOR: INTERCALL-PBN; INVOICE#: 1741477879-A; DATE: 6/30/2012 - Conference call | 0.57   |
| 06/12/12 | Telephone - VENDOR: INTERCALL-PBN; INVOICE#: 1741477879-A; DATE: 6/30/2012 - Conference call | 21.81  |
| 10/15/12 | Photocopies - Photocopies - 2730 page(s)                                                     | 546.00 |

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**DISBURSEMENTS**

| DATE                | DESCRIPTION                             | AMOUNT          |
|---------------------|-----------------------------------------|-----------------|
| 10/15/12            | Photocopies - Photocopies - 630 page(s) | 126.00          |
| 10/15/12            | Postage - Postage - 1 piece(s)          | 112.20          |
| 10/16/12            | Photocopies - Photocopies - 1 page(s)   | 0.20            |
| TOTAL DISBURSEMENTS |                                         | <u>\$806.78</u> |

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**TOTALS FOR THIS MATTER**

|                                    |          |                            |
|------------------------------------|----------|----------------------------|
| Professional Services Fees         | 2,380.00 |                            |
| Disbursements                      | 806.78   |                            |
| Total Current Fees & Disbursements |          | 3,186.78                   |
| Previous Balance Due               |          | <u>9,443.31</u>            |
| TOTAL CURRENT BALANCE              |          | <u><u>\$ 12,630.09</u></u> |

**FEE SUMMARY**

| TIMEKEEPER          | TITLE                        | HOURS | RATE   | VALUE      |
|---------------------|------------------------------|-------|--------|------------|
| Dermatis, Maria P   | Paralegal - 2 - Senior Level | 0.1   | 195.00 | 19.50      |
| Laskowski, Mathew D | Paralegal - 2 - Senior Level | 6.7   | 195.00 | 1,306.50   |
| Politan, Mark J     | Counsel                      | 1.1   | 440.00 | 484.00     |
| Segall, Rachel A    | Associate 3                  | 2.0   | 285.00 | 570.00     |
| TOTAL FEES          |                              | 9.9   |        | \$2,380.00 |

| TASK      | ACTIVITY | HOURS | AMOUNT   |
|-----------|----------|-------|----------|
| ASSTDISP  |          | 0.90  | 287.50   |
| CASEADMN  |          | 1.80  | 418.00   |
| FEEAPPS   |          | 7.20  | 1,674.50 |
| COST CODE |          |       | AMOUNT   |
| MESS      |          |       | 112.20   |
| PHOTO     |          |       | 672.20   |
| TELE      |          |       | 22.38    |

ACCOUNTS RECEIVABLE

| INVOICE DATE        | INVOICE NUMBER | INVOICE TOTAL | OUTSTANDING BALANCE |
|---------------------|----------------|---------------|---------------------|
| 08/27/12            | 3123368        | 15,928.21     | 4,488.41            |
| 09/18/12            | 3123816        | 4,954.90      | 4,954.90            |
| CURRENT BALANCE DUE |                | \$20,883.11   | \$9,443.31          |



# EXHIBIT F

**PORZIO, BROMBERG & NEWMAN, P.C.**

100 Southgate Parkway

P.O. Box 1997

Morristown, New Jersey 07962

(973) 538-4006

(973) 538-5146 Facsimile

Warren J. Martin Jr., Esq. (WM-0487)

Mark J. Politan, Esq. (MP-5989)

*Local Counsel for Official Committee of Unsecured Creditors of  
155 Route 10 Associates Inc., et al.*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

|                                                            |                         |
|------------------------------------------------------------|-------------------------|
| In re:                                                     | Chapter 11              |
| 155 Route 10 Associates Inc., <i>et al.</i> , <sup>1</sup> | Case No. 12-24414 (NLW) |
| Debtors.                                                   | Jointly Administered    |

**CERTIFICATION OF WARREN J. MARTIN JR., ESQUIRE**

**WARREN J. MARTIN JR.**, certifies pursuant to 28 U.S.C. § 1746, as follows:

1. I am a principal of Porzio, Bromberg & Newman, P.C. (“Porzio”), attorneys for the Official Committee of Unsecured Creditors of 155 Route 10 Associates Inc., *et al.* (the “Committee”). I submit this Certification in connection with Porzio’s Final Fee Application for an allowance of compensation for professional services rendered and reimbursement of expenses for the period from June 13, 2012 through June 30, 2013.

2. In accordance with 18 U.S.C. § 155 and the Rules of this Court, neither I nor any attorney of my firm has entered into any agreement, written or oral, express or implied, with the Debtor, any creditor, or any other party in interest, or any attorney of such person, for the

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<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: 155 Route 10 Associates, Inc. (7269), SDA, Inc. (7289) and Wayne Philadelphia Associates, Inc. (7249).

purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the assets of the debtors.

3. In accordance with section 504 of the Bankruptcy Code, no agreement or understanding exists between me, my firm or any attorney thereof, on the one hand, and any other person, on the other hand, for the division of such compensation as my firm may receive from the Court herein, nor will any division of fees prohibited by section 504 of the Bankruptcy Code be made by me, or any attorney of my firm.

I certify, under penalty of perjury, that the foregoing statements made by me are true and correct, to the best of my knowledge, information, and belief.

/s/ Warren J. Martin Jr.  
Warren J. Martin Jr.

Dated: August 5, 2013